

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF HAWAII

ENTERED ON DOCKET

MAR 21 1983

In re

HAWAIIAN AIRLINES, INC.
a Hawaii corporation

Debtor.

**Case No. 03 -
(Chapter 11)**

**ORDER PURSUANT TO SECTIONS 105
AND 363 OF THE BANKRUPTCY CODE
AUTHORIZING DEBTOR TO PAY OR
HONOR PREPETITION OBLIGATIONS
TO CERTAIN FOREIGN VENDORS,
SERVICE PROVIDERS AND
GOVERNMENTS IN THE ORDINARY
COURSE OF BUSINESS**

This matter coming before the Court on the Motion for an Order Authorizing the Debtor to Pay or Honor Prepetition Obligations to Certain Foreign Vendors, Service Providers and Governments in the Ordinary Course of Business (the "Motion"),⁶ filed by the above-captioned debtor and debtor in possession (the "Debtor"); the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409, and (d) proper and adequate notice of the Motion and the hearing thereon has been given and that no other or further notice is necessary; and the Court having considered the Declaration of Christine R. Deister in Support of First-Day Motions

⁶ Capitalized terms not otherwise defined herein have the meaning given to them in the Motion

68

and Applications; and the Court having considered all evidence and oral arguments of counsel in support of the Motion; and the Court having determined that the legal and factual basis set forth in the Motion establish just cause for the relief granted herein and the Court having determined that the relief sought in the Motion is in the best interest of the Debtor and its estate; and after due deliberation and sufficient cause appearing therefor,

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED in its entirety.
2. The Debtor is authorized, but not directed, in the reasonable exercise of its business judgment, to pay or honor prepetition obligations to Foreign Entities, including without limitation the Foreign Claims, in the ordinary course of business, without further Order from this Court.
3. By accepting payment pursuant to this Order, the Foreign Entities agree to continue to provide goods and/or services to the Debtor postpetition on Customary Terms.
4. If any Foreign Entities accept payment pursuant to this Order and thereafter does not continue to provide goods and/or services on Customary Terms during the pendency of the Debtor's chapter 11 case, then any payment on a prepetition claim received by such Foreign Entities shall be deemed to be a postpetition transfer recoverable by the Debtor upon written request.

5. In accordance with this Order, each of the banks and financial institutions at which the Debtor maintains its accounts relating to the payment of the claims that the Debtor requests authority to pay in the Motion, is authorized and directed to honor checks presented for payment, and to honor all fund transfer requests made by the Debtor related thereto, to the extent that sufficient funds are on deposit in such accounts.

6. Notwithstanding the possible applicability of Bankruptcy Rules 6004(g), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Honolulu, Hawaii, MAR 21 2003, 2003.



UNITED STATES BANKRUPTCY JUDGE

In re Hawaiian Airlines, Inc., Chapter 11, Case No. 03-_____;
ORDER PURSUANT TO SECTIONS 105 AND 363 OF THE BANKRUPTCY
CODE AUTHORIZING DEBTOR TO PAY OR HONOR PREPETITION
OBLIGATIONS TO CERTAIN FOREIGN VENDORS, SERVICE PROVIDERS
AND GOVERNMENTS IN THE ORDINARY COURSE OF BUSINESS